

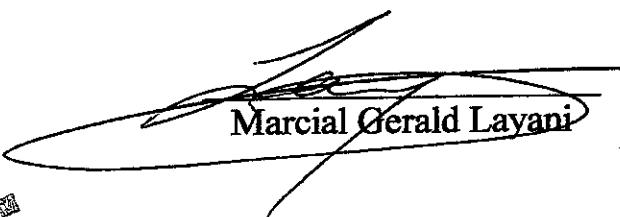


Produtores de camarões de Icapuí Itda.
CNPJ: 04.198.103/0001-69

Fortaleza, June 29, 2004.

I MARCIAL GERALD LAYANI, CPF 525.895.012-34, administrator and shareholder of PROCAPUI – Produtores de Camarões de Icapuí Ltda., CNPJ 04.198.103/0001-69, do declare that:

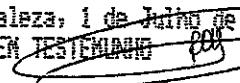
1. I have borrowed funds from various sources and agencies without the knowledge and permission of PROCAPUI shareholders JOZEF ANAVIAN, CPF 669.675.893-34 and RITA RUTH ZAHABIAN, CPF 525.892.772-53 which I am fully responsible for.
2. All administration and financial activities were done without knowledge or permission of shareholders JOZEF ANAVIAN, CPF 669.675.893-34 and RITA RUTH ZAHABIAN, CPF 525.892.772-53.
3. Third shareholders JOZEF ANAVIAN, CPF 669.675.893-34 and RITA RUTH ZAHABIAN, CPF 525.892.772-53 were not informed and did not have any knowledge of activities of PROCAPUI and they were unaware and misinformed of any profit gained by PROCAPUI. All the profits were diverted or spent by me MARCIAL GERALD LAYANI. None of the profits were shared or sent to JOZEF ANAVIAN and RITA RUTH ZAHABIAN.
4. I do acknowledge all debts owed to shareholders from the profit gained by PROCAPUI enclosed are all documents and their shares calculated

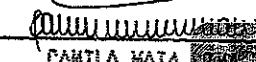

Marcial Gerald Layani

GRATO VIG
PSC
M. VANTRE BOLME

116 OFICIO DE NOTAS E PROTESTOS FORTALEZA
CARTURIO ALEXANDRE ROLIM
Av. Santos Dumont, 2677. Fone: 264-3033

RECONHECI por semelhança a firma de:
MARCIAL GERALD LAYANI.....

Fortaleza, 1 de Julho de 2004
EN TESTEMUNHA  DA VERDADE


CANILA MAIA
VALIDO SOMENTE COM

Carteira





Produtores de camarões de Icapuí Itda.
CNPJ: 04.198.103/0001-69

5. Finally, I MARCIAL GERALD LAYANI take full responsibility for all debts of PROCAPUI and activities and actions I have taken during my administration years of PROCAPUI also I will make every effort to keep the share holders JOZEF ANAVIAN and RITA RUTH ZAHABIAN from harms way. The shareholders were absolutely unaware of any activities and any funds borrowed and any profits gained by PROCAPUI.
 6. I MARCIAL GERALD LAYANI give and promise personal guarantee to reimburse the shareholders JOZEF ANAVIAN and RITA RUTH ZAHABIAN for all the profits and funds that I have diverted or taken away from the PROCAPUI. This debt will be in full force irregardless of any personal or corporate bankruptcy.

CARTÓRIO
ALEXANDRE ROLIM

~~Marcial Gerald Lavani~~

Nº OFICIO DE NOTAS E PROTESTOS FORTALEZA	
CARTÓRIO ALEXANDRE ROLIM	
Av. Santos Dumont, 2677. Fone: 264-3033	
IRECONHECO por semelhança a firma de MARCIAL GERALD LAYANI.....	
Fortaleza, 1 de Julho de 2004	
EM TESTAMENTO <u>fol</u> DA VERDADE	
<u>(Assinatura)</u>	
CARLA MAIA - Testemunha de Autenticidade	
VALIDO SOMENTE COM	
<p>192</p> <p>CEARÁ</p> <p>CARTÓRIO ALEXANDRE ROLIM</p> <p>781-92</p>	